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Attorneys for Plaintiff  
IP LEARN, LLC

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

IP LEARN, LLC,  
Plaintiff and Counterdefendant,  
v.  
SABA SOFTWARE INC.; and  
DOES 1-10,  
Defendant and Counterclaimant.

No. C 02-02634 JW (HRL)

**DECLARATION OF WAYNE O. STACY IN  
SUPPORT OF:**

**(1) OPPOSITION TO SABA SOFTWARE  
INC.'S MOTION FOR SUMMARY  
JUDGMENT OF NON-INFRINGEMENT  
RE: THE '448 AND '556 PATENTS AND;**

**(2) OPPOSITION TO SABA SOFTWARE'S  
MOTION FOR SUMMARY JUDGMENT  
OF NON-INFRINGEMENT AND  
INVALIDITY RE: THE '486 FAMILY OF  
PATENTS**

Date: June 9, 2003  
Time: 9:00 a.m.  
Judge: Honorable James Ware  
Courtroom: 8 (4th Floor)

AND RELATED COUNTERCLAIMS.

I, WAYNE O. STACY, do declare and state as follows:

1. I have personal knowledge of the matters set forth herein and, if called as a

witness, could and would testify competently thereto. Those matters set forth on information and belief are believed to be true.

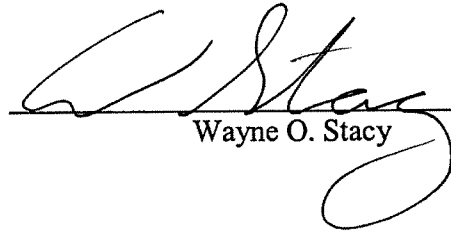
2. I am an attorney at law, licensed to practice before the courts of the States of Colorado, Texas, and the United States Patent Bar, and an associate in the firm of Cooley Godward LLP, counsel for plaintiff IP LEARN, LLC ("IP LEARN") in this action. I make this declaration based on my personal knowledge and, if called to testify to the matters set forth herein, I could and would testify competently thereto.

3. In this declaration I cite and refer to specific documents or sections of specified documents. True and correct copies of the relevant sections of the various documents are attached hereto as exhibits, and the abbreviations, their corresponding information sources, and relevant Exhibit numbers are listed here:

INFORMATION SOURCE	ABBREVIATION	EXHIBIT
Declaration of Jodie Kalikow in Support of Saba Software, Inc.'s Motions for Summary Judgment (filed May 2, 2003)	Kalikow Declaration	Exhibit 1
Deposition Transcript of Jodie Kalikow (taken Apr. 10, 2003)	Kalikow Deposition	Exhibit 2
<b>[DOCUMENT MANUALLY FILED UNDER SEAL]</b>		
Order Granting Defendant Saba Software Inc.'s Miscellaneous Administrative Request to Modify Summary Judgment and Claim Construction Schedule (Mar. 21, 2003)	Case Scheduling Order	Exhibit 3
SuccessMaker Instructional Management Handbook (1993) (SA 6230, 6231, 6307)	SuccessMaker Handbook	Exhibit 4
Disclosure of Asserted Claims and Preliminary Infringement Contentions (served Nov. 27, 2002)	IP Learn's PICs	Exhibit 5
Saba's Preliminary Proposed Claim Construction (served Feb. 18, 2003)	Saba's Claim Construction	Exhibit 6
IP Learn's Proposed Claim Constructions (served Feb. 18, 2003)	IP Learn's Claim Construction	Exhibit 7
Order Re: Claims Construction (Mar. 21, 2003)	Claims Construction Order	Exhibit 8
U.S. Patent No. 5,779,486	'486 Patent	Exhibit 9
U.S. Patent No. 5,934,909	'909 Patent	Exhibit 10
U.S. Patent No. 6,118,973	'973 Patent	Exhibit 11
U.S. Patent No. 6,126,448	'448 Patent	Exhibit 12
U.S. Patent No. 6,398,556	'556 Patent	Exhibit 13
Iraj Hirmanpour, A Computerized Model for Placement and Diagnostic Testing in College Remedial Mathematics 30-34 (1980) (unpublished Ph.D. dissertation, University of Central Florida) (SA 6684-6688)	Hirmanpour Thesis	Exhibit 14

1 I declare under penalty of perjury that the foregoing is true and correct.  
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4 Dated: May 19, 2003

  
Wayne O. Stacy

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